

# GATX

GATX CORPORATION

120 SOUTH RIVERSIDE PLAZA  
CHICAGO, IL 60606  
312-621-6200

1 5124  
RECORDATION NO. \_\_\_\_\_ Filed & Recorded

DEC 18 1986 2:30 PM

INTERSTATE COMMERCE COMMISSION

LAW DEPARTMENT

December 17, 1986

Secretary  
Interstate Commerce Commission  
Washington, D.C.

RE: SALE OF RAILROAD EQUIPMENT FROM PHILLIPS 66  
COMPANY TO GENERAL AMERICAN TRANSPORTATION CORPORATION

Gentlemen:

Enclosed, for recordation and acknowledgment, are two  
copies of a Bill of Sale transferring the above referenced  
equipment from:

Phillips 66 Company  
Bartlesville, Oklahoma 74004

to:

General American Transportation Corporation  
120 S. Riverside Plaza  
Chicago, Illinois 60606

Also enclosed is a check for \$10.00 to cover fees.

Very truly yours,

  
John Levin

JL:djw  
Enclosures  
6519K

*Christy M. Nancy Fawcett*

Interstate Commerce Commission  
Washington, D.C. 20423

12/18/86

OFFICE OF THE SECRETARY

John Levin  
GATX Corporation  
120 South Riverside Plaza  
Chicago, Illinois 60606

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 12/18/86 at 2:30pm, and assigned re-recording number(s). 15124

Sincerely yours,

*Norita K. McGee*  
Secretary

Enclosure(s)

SE-30  
(7/79)

1 5124

BILL OF SALE RECORDATION NO. \_\_\_\_\_ Filed & Recorded

DEC 18 1986 2-34 PM

KNOW ALL MEN BY THESE PRESENTS:

INTERSTATE COMMERCE COMMISSION

THAT PHILLIPS 66 COMPANY, a Delaware corporation with an office in Bartlesville, Oklahoma ("Phillips"), for and in consideration of Ten Dollars (\$10.00), and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, does hereby grant, bargain, sell and convey to GENERAL AMERICAN TRANSPORTATION CORPORATION, a New York corporation ("GATX"), the property described in Exhibit A, which is attached hereto and by this reference incorporated herein, such conveyance being effective as of December 17, 1986.

SUCH RAIL CARS LISTED ON EXHIBIT A ARE CONVEYED ON AN "AS IS, WHERE IS" BASIS, AND PHILLIPS EXPRESSLY DISCLAIMS ALL OTHER WARRANTIES OF ANY KIND, EXPRESS OR IMPLIED, INCLUDING WITHOUT LIMITATION, ANY WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE; provided, however, that notwithstanding the foregoing, Phillips expressly represents and warrants that (1) it has good title to said rail cars and that as of the date hereof the cars are free of all liens and encumbrances; (2) upon delivery of each rail car it shall either be clean or have last contained LPG; (3) as of the date hereof the rail cars shall meet all requirements of Rule 88 of the Interchange Rules adopted by the AAR; and (4) as of December 31, 1986, all rail cars will meet all tank and safety valve requirements of the AAR.

TO HAVE AND TO HOLD said described property unto GATX,  
its successors and assigns, forever.

EXECUTED THIS 15 day of December, 1986.

ATTEST:

PHILLIPS 66 COMPANY

By: *Ray D. Steiner* *MS*

STATE OF OKLAHOMA     )  
                                  ) ss  
WASHINGTON COUNTY    )

Before me, the undersigned, a Notary Public in and for  
said state, on this 15<sup>th</sup> day of December, 1986,  
personally appeared Ray D. Steiner, to me known to be the  
identical person who subscribed the name of PHILLIPS 66 COMPANY  
to the foregoing instrument as its Vice President and  
acknowledged to me that he executed the same as his free and  
voluntary act and deed, and as the free and voluntary act and  
deed of such corporation for the uses and purposes therein set  
forth.

Given under my hand and seal of office the day and year  
last above written.

*Phyllis E. Beamguard*  
Notary Public

My commission expires:

*July 24, 1988*

SCHEDULE A

229 D.O.T. Spec. 112J340W, and 114J340W Jumbo Pressure tank cars having a nominal capacity of 33,500 gallon. Each of the cars is presently identified by the reporting mark PSPX or LOWX and numbered as follows:

PSPX

33501	33541	33582	33626	33672	34531
33502	33542	33583	33627	33673	34532
33503	33543	33584	33628	33674	34533
33504	33544	33585	33629	33675	34534
33505	33545	33587	33630	34500	34535
33506	33547	33588	33631	34501	34536
33507	33548	33589	33632	34502	34537
33508	33549	33590	33633	34503	34538
33509	33550	33591	33636	34504	34539
33510	33551	33592	33637	34505	34540
33515	33553	33594	33639	34506	34541
33516	33554	33595	33640	34507	34542
33517	33557	33596	33641	34508	34543
33518	33558	33597	33642	34509	34544
33519	33559	33598	33643	34510	34545
33520	33560	33599	33645	34511	34546
33521	33561	33600	33646	34512	34547
33522	33562	33602	33647	34513	34549
33525	33563	33603	33648	34514	34550
33526	33565	33605	33649	34515	34551
33527	33566	33607	33650	34516	34552
33528	33567	33608	33651	34517	34553
33529	33568	33609	33654	34518	34554
33530	33569	33610	33655	34519	34555
33531	33570	33612	33656	34520	34556
33532	33571	33615	33657	34522	34557
33533	33572	33616	33658	34523	34559
33534	33573	33617	33659	34524	32560
33535	33574	33619	33665	34525	34561
33536	33575	33620	33666	34526	34563
33537	33576	33621	33667	34527	34564
33538	33577	33622	33669	34528	34565
33539	33578	33623	33670	34529	34566
33540	33581	33625	33671	34530	34567

LOWX

33511	33552	33593	33611	33635	33661
33512	33564	33601	33613	33638	33662
33513	33579	33604	33614	33652	33663
33514	33580	33606	33634	33660	33664
33546					